

WEIL, GOTSHAL & MANGES LLP
1 Stephen Karotkin (*pro hac vice*)
(stephen.karotkin@weil.com)
2 Ray C. Schrock, P.C. (*pro hac vice*)
(ray.schrock@weil.com)
3 Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
4 Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)
5 767 Fifth Avenue
6 New York, NY 10153-0119
7 Tel: 212 310 8000
8 Fax: 212 310 8007

KELLER & BENVENUTTI LLP
9 Tobias S. Keller (#151445)
(tkeller@kellerbenvenutti.com)
10 Jane Kim (#298192)
(jkim@kellerbenvenutti.com)
11 650 California Street, Suite 1900
12 San Francisco, CA 94108
13 Tel: 415 496 6723
14 Fax: 650 636 9251

15 *Attorneys for Debtors and
Debtors in Possession*

16 **UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

17
18 **In re:**

19 **PG&E CORPORATION,**

20 **- and -**

21 **PACIFIC GAS AND ELECTRIC
COMPANY,**

22 **Debtors.**

23 Bankruptcy Case
24 No. 19-30088 (DM)

25 Chapter 11

26 (Lead Case)

27 (Jointly Administered)

28 **SUPPLEMENTAL DECLARATION OF
JAMES MESTERHARM OF AP SERVICES,
LLC**

Related Doc: Dkt. Nos. 867, 868, 1299

29
30 Affects PG&E Corporation
31 Affects Pacific Gas and Electric
32 Company
33 Affects both Debtors

34 *All papers shall be filed in the Lead
35 Case, No. 19-30088 (DM).

1 Pursuant to 28 U.S.C. § 1746, I, James Mesterharm, state under penalty of perjury, that:

2 1. I am a Managing Director of AlixPartners, LLP (“**AlixPartners**”), which has a place of
3 business at 909 Third Avenue, Floor 30, New York, New York 10022.

4 2. I am duly authorized to execute this declaration on behalf of AP Services, LLC (“**APS**”),
5 an affiliate of AlixPartners LLP.

6 3. Except as otherwise noted, I have personal knowledge of the matters set forth herein and,
7 if called as a witness, would testify competently thereto.

8 4. I am filing this supplemental declaration to supplement the disclosures that were included
9 in my original declaration dated March 13, 2019 [ECF No. 867].

10 5. Unless otherwise noted, references to AP below collectively refer to AP Holdings, LLP,
11 APS, and each of their respective subsidiaries. APS wishes to disclose the following:

12 • Argo, Argo Global London, Argo International Holdings Limited and Argo Re Ltd, insurance
13 providers, litigation parties and surety bond parties to the Debtors, and affiliates (“**Argo**”) are
14 customers, insurance providers, bondholders, lenders and litigation parties to current and former
15 AP clients in matters unrelated to the Debtors. Argo is an insurance provider to AP.

16 • Berkley Insurance Company, Berkley National Insurance Company and Berkley Regional
17 Insurance Company, insurance providers, surety bond parties and litigation parties to the Debtors,
18 and affiliates (“**Berkley**”) are insurance providers, adverse parties and bondholders to current
19 and former AP clients in matters unrelated to the Debtors. Berkley is an insurance provider to
AP.

20 • Complete Discovery Source, Inc., a professional in this bankruptcy matter, is a former employer
21 of a current AP employee.

22 • Cravath Swaine & Moore, a professional in this bankruptcy matter, is a former employer of a
23 current AP employee.

24 • Ironshore Insurance Limited an insurance provider and surety bond party to the Debtors, is an
insurance provider to AP.

25 • J. Frank Associates, LLC (dba Joele Frank, Wilkinson Brimmer Katcher), a professional in this
26 bankruptcy matter, is a material contract party, professional, and vendor to current and former
27 AP clients in matters unrelated to the Debtors. In addition, the spouse of a current AP employee
Gas & Electric.

1 • Proskauer Rose LLP (“**Proskauer**”), a professional in this bankruptcy matter, is an adverse party
2 to Jay Alix, with respect to the McKinsey litigation matter previously disclosed.

3 • Ropes & Gray, a professional in this bankruptcy matter, also represents an AP board member on
4 personal legal matters, all of which are in matters unrelated to the Debtors.

5 • Southern Power and Southern Power Company, contract counterparties and notice of appearance
6 parties to the Debtors, and affiliates (“**SP**”) are lessors and litigation parties to current and former
7 AP clients in matters unrelated to the Debtors. SP is a current and former AP client in matters
8 unrelated to the Debtors.

9 • SunEdison Yield Co ACQ2 LLC, a contract counterparty to the Debtors and a parent company
10 of two PG&E Energy procurement power purchase agreement companies, and affiliates
11 (“**SunEdison**”), is a former AP client in matters unrelated to the Debtors. In addition, an AP
12 Board Member owns a creditor affiliate that has litigation pending in the SunEdison Chapter 11
13 Estate, and is pursuing claims against McKinsey RTS, a professional in that estate, and a creditor
14 in this estate. The litigation does not involve AP or this chapter 11 case.

15 5. APS does not believe that the supplemental disclosures above impact its
16 disinterestedness. I continue to reserve the right to supplement APS’ disclosures in the event that APS
17 discovers any additional connections that require disclosure. If any new material relevant facts or
18 relationships are discovered or arise, APS will promptly file a supplemental declaration pursuant to
19 Bankruptcy Rule 2014(a).

20

21

22

23

24

25

26

27

28

1 I declare under penalty of perjury pursuant to 28 U.S.C. §1746 that the foregoing is true
and correct.

2 Dated: April 11, 2019

3 AP Services, LLC

4 
5

6
7 James Mesterharm
8 Authorized Representative

9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153-0119